

## DOCKETED

<b>Docket Number:</b>	97-AFC-01C
<b>Project Title:</b>	High Desert Power Plant
<b>TN #:</b>	210674
<b>Document Title:</b>	Notice of Pending Upstream Sale
<b>Description:</b>	N/A
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March 10, 2016

Joseph Douglas  
Compliance Project Manager  
California Energy Commission  
1516 Ninth Street  
Sacramento, CA 95814

Re: High Desert Power Project (97-AFC-1C): Notice of Pending Upstream Sale

Dear Mr. Douglas:

We are writing to inform you of the pending upstream sale of a portfolio of assets, including the High Desert Power Project. The holder of the Commission's certificate for the High Desert Power Project, High Desert Power Project, LLC, will remain unchanged if the pending sale is finalized.

Tenaska Power Fund, L.P. and TPF Genco Co-Investment Fund, L.P. are the upstream owners of TPF Genco Holdings, LLC. TPF Genco Holdings, LLC holds, through subsidiaries, a portfolio of three power generation facilities: Big Sandy, a natural gas-fired facility in Wayne County, West Virginia; Wolf Hills, a natural-fired gas facility in Washington County, Virginia; and the High Desert Power Project. Per the terms of the pending upstream sale, Tenaska Power Fund, L.P. and TPF Genco Co-Investment Fund, L.P. have agreed to sell TPF Genco Holdings, LLC, including the subsidiaries that own the High Desert Power Project and other facilities listed above, to Middle River Power II LLC, a subsidiary of Avenue Energy Opportunities AIV, LP.

This pending upstream sale has no impact on any decision the Commission must make in this Petition for Modification proceeding. The pending sale involves a change in upstream ownership, and does not constitute a change in the ownership or operator of the High Desert Power Project subject to Section 1769 of the Commission's regulations. The entity that holds the Commission's certification, High Desert Power Project, LLC, is not affected by the pending upstream asset transaction, and will remain unchanged if the sale is finalized.

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Please contact Jeff Harris at (916) 447-2166 if you have any questions regarding the above.

Sincerely,



Jeffery D. Harris

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Attorneys for High Desert Power Project, LLC